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FILED
In the office of the Secretary of State
of the State of California

JUN 20 2008

**ARTICLES OF INCORPORATION
OF
THE RUTH INSTITUTE, INC.**
a California nonprofit public benefit corporation

ARTICLE I

The name of this corporation is **The Ruth Institute, Inc.**

ARTICLE II

A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation law for public and charitable purposes.

B. The specific purpose of this Corporation is to promote marriage as a fundamental, gender-based, social institution.

C. The name and address in the State of California of this corporation's initial agent for service of process is:

Jennifer Roback Morse
663 S. Rancho Santa Fe Road, Suite 222
San Marcos, CA 92078

ARTICLE III

A. This corporation is organized and operated exclusively for Public purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

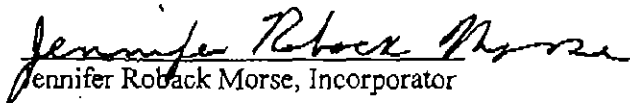
B. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including publishing or distribution of statements) on behalf of any candidate for public office.

ARTICLE IV

The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof (if any) or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to an organization that is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

Dated: June 17, 2008


Jennifer Roback Morse, Incorporator